

Jonathan L. Flaxer (JF 7096)
Janice B. Grubin (JG 1544)
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and Debtors-in-Possession
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
: Case Nos. 00-B-41065 (SMB)
RANDALL'S ISLAND FAMILY GOLF : through 00-B-41196 (.SMB)
CENTERS, INC., et. al., :
: (Jointly Administered)
Debtors. :
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**ORDER AUTHORIZING DEBTORS AND DEBTORS IN
POSSESSION TO APPOINT, EMPLOY AND SUBSTITUTE
GOLENBOCK, EISEMAN, ASSOR & BELL AS GENERAL
BANKRUPTCY COUNSEL AS OF JANUARY 5, 2001**

Upon the annexed application of Randall's Island Family Golf Centers, Inc., et al., (the
“Debtors”), praying for authority under sections 105(a) and 327(a) of title 11, United States Code (the
“Bankruptcy Code”) to appoint, employ and substitute Golenbock, Eiseman, Assor & Bell
 (“GEA&B”) as general bankruptcy counsel in the Debtors’ chapter 11 cases, effective as of January 5,
2001; and upon the annexed affidavit of Jonathan L. Flaxer, sworn to on January 17, 2001; and it
appearing that the members and associates of GEA&B are attorneys duly admitted to practice in this
Court and are disinterested persons within the meaning of section 327(a) of the Bankruptcy Code; and

the Court being satisfied that GEA&B represents no interests adverse to the Debtors, to the Debtors' estates or the estates' creditors in the matters upon which it is to be engaged, that the employment of GEA&B is necessary and would be in the best interest of the Debtors and their estates; it is hereby

ORDERED, that the Application is approved on an interim basis; and it is further

ORDERED, that the Debtors be, and hereby are, authorized to appoint, employ and substitute GEA&B as their general bankruptcy counsel in the within chapter 11 cases pursuant to sections 105(a) and 327(a) of the Bankruptcy Code, effective as of January 5, 2001 to the date that is thirty (30) days from the date of entry of this Order (the "Interim Period"), provided, however, that this Order shall become final if no objection or request for an extension is filed or made prior to the expiration of the Interim Period; and it is further

ORDERED, that all compensation of GEA&B shall be governed by and subject to approval by the Court, pursuant to this Court's June 21, 2000 Order and sections 330 and 331 of the Bankruptcy Code.

Dated: New York, New York
January 26, 2001

/s/ STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION:

Office of the United States Trustee

By /s/ Brian S. Masumoto